

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND

_____)	
DEUTSCHE BANK TRUST COMPANY)	
AMERICAS, et al.,)	
)	
Plaintiffs,)	
)	Case No. 8:11-cv-1510 AW
v.)	
)	
JANICE M. MCGURN, et al.,)	
)	
Defendants.)	
_____)	

**CORPORATE DISCLOSURE STATEMENT OF PROSHARES TRUST
ON BEHALF OF NAMED DEFENDANT PROSHARES ULTRA S&P500
PURSUANT TO RULE 7.1 AND LOCAL RULE 103(3)**

Pursuant to Federal Rule of Civil Procedure 7.1 and Rule 103(3) of the Local Rules of the District Court for the District of Maryland, the undersigned counsel for ProShares Trust, on behalf of named defendant ProShares Ultra S&P500, certifies as follows: ProShares Ultra S&P500 is a publicly-sold, exchange-traded fund and a series of ProShares Trust, a Delaware statutory trust. ProShares Trust has no parent corporation, and, to its knowledge, no publicly-held corporation owns 10% or more of the stock of ProShares Trust.

Dated: November 4, 2011

Respectfully submitted,

/s/ Dennis J. Lawson

Dennis J. Lawson (I.D. No. 23851)

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Counsel for ProShares Trust

CERTIFICATE OF SERVICE

I, Dennis J. Lawson, hereby certify that on November 4, 2011, I caused the foregoing Rule 7.1 and Local Rule 103(3) Corporate Disclosure Statement to be electronically served via the Court's CM/ECF system upon all counsel of record.

/s/ Dennis J. Lawson